

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

<div>In re:</div> <div>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>, Debtor.¹</div>	<div>PROMESA Title III</div> <div>Case No. 17 BK 3283-LTS</div> <div>(Jointly Administered)</div> <div>Re: ECF No. 10839</div>
<div>In re:</div> <div>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO. Debtor.</div>	<div>PROMESA Title III</div> <div>Case No. 17 BK 3566-LTS</div> <div>(Jointly Administered)</div> <div>Re: ECF No. 810</div>

**NOTICE OF SUBMISSION OF REVISED PROPOSED
ORDER (A) ESTABLISHING PRE-SOLICITATION
PROCEDURES FOR CERTAIN HOLDERS OF RETIREMENT
BENEFIT CLAIMS, (B) ESTABLISHING PROCEDURES AND DEADLINES
FOR SUBMISSION OF INFORMATION NECESSARY FOR SOLICITATION
OF ACCEPTANCE OR REJECTION OF PLAN OF ADJUSTMENT,
AND (C) APPROVING FORM AND MANNER OF NOTICE THEREOF**

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

PLEASE TAKE NOTICE that, on February 11, 2020, the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) filed the *Motion of the Commonwealth of Puerto Rico and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico for an Order (A) Establishing Pre-Solicitation Procedures for Certain Holders of Retirement Benefit Claims, (B) Establishing Procedures and Deadlines for Submission of Information Necessary for Solicitation of Acceptance or Rejection of Plan of Adjustment by Such Claimants, and (C) Approving Form and Manner of Notice Thereof* [Case No. 17-3283, ECF No. 10839, Case No. 17-3566, ECF No. 810] (the “Motion”).²

PLEASE TAKE FURTHER NOTICE that, on February 26, 2020, the Oversight Board filed a revised proposed order [ECF No. 11777] (the “Proposed Order”) incorporating certain changes in response to informal requests to amend the proposed order attached to the Motion.

PLEASE TAKE FURTHER NOTICE that, the Oversight Board has incorporated additional revisions to the Proposed Order in response to the Court’s comments, and consistent with the Oversight Board’s proposal, provided at the March 4-5, 2020 omnibus hearing, all of which are included in the revised proposed order, attached hereto as **Exhibit A** (the “Revised Proposed Order”).³

PLEASE TAKE FURTHER NOTICE that, attached hereto as **Exhibit B** is a redline comparison between the Revised Proposed Order and the Proposed Order.

WHEREFORE the Debtors respectfully request the Court (a) enter the Revised Proposed Order granting the relief requested in the Motion, and (b) grant the Debtors such other relief as is just and proper.

² Capitalized terms used herein but not otherwise defined shall have the meanings given to them in the Motion.

³ The Oversight Board is expeditiously seeking to finalize an additional location in Ponce and intends to list such location in the forms of Return Date Notice and Reminder Notice.

Dated: March 6, 2020
San Juan, Puerto Rico

Respectfully submitted,

/s/ Brian S. Rosen

Martin J. Bienenstock (*pro hac vice*)
Brian S. Rosen (*pro hac vice*)
PROSKAUER ROSE LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

*Attorneys for the Financial Oversight and
Management Board as representative for the
Debtors*

/s/ Hermann D. Bauer

Hermann D. Bauer
USDC No. 215205
O'NEILL & BORGES LLC
205 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918-1813
Tel: (787) 764-1813
Fax: (787) 753-8944

*Co-Attorney for the Financial Oversight and
Management Board as representative for the
Debtors*